

H01-3624
United States Courts
Southern District of Texas
FILED
5 MAY 08 2002
Michael N. Milby, Clerk

**APPENDIX TO
MOTION TO DISMISS OF DEFENDANTS**

**ROBERT A. BELFER, NORMAN P. BLAKE, JR., RONNIE C. CHAN,
JOHN H. DUNCAN, JOE H. FOY, WENDY L. GRAMM,
ROBERT K. JAEDICKE, CHARLES A. LEMAISTRE, JOHN MENDELSON,
JEROME J. MEYER, PAULO FERRAZ PEREIRA, FRANK SAVAGE,
JOHN WAKEHAM, CHARLS E. WALKER, AND HERBERT S. WINOKUR**

- A. Proxy Summary: Common Stock and Vested Option Holdings for Outside Directors who Increased their Holdings for 1998-2001 (compiled from Proxy Statements, SEC App. Tabs 88 & 20-22).
 - B. Outside Directors' Annual Sales as a Percentage of Available Holdings (compiled from Complaint at NCC Exh. C and NCC ¶ 402).
 - C. Outside Directors' Sales at Specified Price Levels as a Percentage of All Sales (compiled from Complaint at NCC Exh. C).
 - D. Outside Directors' Sales at Specified Price Levels as a Percentage of Available Holdings (compiled from Complaint at NCC Exh. C, NCC ¶ 402, and 2001 Proxy (SEC App. Tab 22)).
 - E. Outside Directors' Sales by Exercise of Options where the Share Price to Strike Price Multiple is Greater than Three, with related SEC Forms (compiled from NCC Exh C and the attached SEC Forms).
 - F. SEC Form 4 for Joe Foy
 - G. SEC Form 4 for Charles LeMaistre
 - H. SEC Form 4 for Ronnie Chan
 - I. SEC Forms 4 for John Duncan
 - J. SEC Form 5 for Norman Blake
 - K. SEC Forms 4 for Robert Belfer
 - L. SEC Forms 4 for Herbert Winokur
 - M. SEC Forms 4 for Robert Jaedicke
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Slip Opinions

1. *In re BMC Software, Inc. Securities Litigation*,
C.A. No. H-99-715 (S.D. Tex., June 15, 2000)
2. *In re Landry's Seafood Restaurant, Inc. Securities Litigation*
C.A. No. H-99-1948 (S.D. Tex., February 20, 2001)
3. *In re Waste Management, Inc. Securities Litigation*
C.A. No. H-99-2183 (S.D. Texas, August 16, 2001)

The Exhibit(s) May
Be Viewed in the
Office of the Clerk